



Ref No.: Minechem/Stock Exch/Letter/ 8424

April 27, 2026

**The Dy. General Manager,
Corporate Relations & Services Dept.,
Bombay Stock Exchange Limited
Phirojsha Jeejibhoy Towers,
Dalal Street, Mumbai - 400 001.**

**The Dy. Gen. Manager,
National Stock Exchange of India Ltd.,
Corporate Relations Dept.,
Exchange Plaza, 5th Floor,
Plot No. C/1. G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai – 400 051.**

Scrip Code: 527001

Scrip Code: ASHAPURMIN

Dear Sir/Madam,

Sub: Submission of Proceedings of announcement of results of the resolution passed through postal ballot/e-voting

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the proceedings of the Postal Ballot.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For **ASHAPURA MINECHEM LTD**

**SACHIN POLKE
COMPANY SECRETARY &
PRESIDENT (CORPORATE AFFAIRS)**

Encl: As Above

Regd. Office :
Jeevan Udyog Building, 3rd Floor, 278, D. N. Road, Fort, Mumbai - 400 001. (India)
Tel.: +91-22 6665 1700 = Email: info@ashapura.com = www.ashapura.com

CIN No. L14108MH1982PLC026396



RECORD IN BRIEF OF THE PROCEEDINGS OF THE SPECIAL RESOLUTIONS PASSED BY WAY OF THE POSTAL BALLOT THROUGH REMOTE E-VOTING PROCESS BY THE MEMBERS OF ASHAPURA MINECHEM LIMITED ON MONDAY, 27TH APRIL, 2026 RESULTS OF WHICH WERE DECLARED ON MONDAY, 27TH APRIL, 2026 AT THE REGISTERED OFFICE OF THE COMPANY, JEEVAN UDYOG BUILDING, 3RD FLOOR, 278, D. N. ROAD, FORT, MUMBAI – 400001

The Board of Directors of the Company at its meeting held on Tuesday, 24th March, 2026, had proposed to conduct a Postal Ballot pursuant to Section 108 and Section 110 of the Companies Act, 2013 ('the Act') read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014, and in compliance with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 read with other relevant circulars, including General Circular No. 3/2025 dated September 22, 2025 (collectively referred to as the "MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws and regulations, if any, including any statutory amendment(s), modification(s), variation(s) or reenactment(s) thereto, for the time being in force, to seek approval of the Member for transacting the special business as set out in the Postal Ballot notice dated 24th March, 2026.

Pursuant to the provisions of the Companies Act, 2013 and Regulation 44 of the SEBI (Listing Obligations & Disclosures Requirements), Regulation 2015, the Company had provided e-voting facility to all Members as on the Specified date/cut-off date (i.e. Tuesday, 24th March, 2026) and appointed Central Depository Services (India) Limited (CDSL) as an agency to provide the e-voting platform. The Company had completed the dispatch of the Postal Ballot Notice to the Members on Friday, 27th March, 2026 and the voting period (physical and e-voting) commenced from commencement on Sunday, 29th March, 2026 (9.00 A.M.) and end on Monday, 27th April, 2026 (5.00 P.M.).

The Board of Directors at its meeting held on Tuesday, 24th March, 2026 had appointed Shri Virendra Bhatt (ACS No. 1157, COP No. 124), Practicing Company Secretary, as Scrutinizer for conducting the postal ballot (e-voting process) in a fair and transparent manner. The deemed date of the passing the resolution is the last date of closure of the e-voting process i.e. 27th April, 2026.

The Members were informed about the completion of dispatch of Postal Ballot Notice by newspaper advertisement published in the Free Press Journal (English) Edition and Navshakti (Marathi Edition) on 28th March, 2026.

After due scrutiny of all the e-voting confirmations received till Monday, 27th April, 2026 Shri Virendra Bhatt, Scrutinizer submitted his report and the result was declared on Monday, 27th April, 2026 at the Registered Office of the Company at Jeevan Udyog Building, 3rd Floor, 278, D. N. Road, Fort, Mumbai-400001 by Shri Sachin Polke, Company Secretary & President (Corporate Affairs) as duly authorized by the Board of Directors of the Company.

Particulars of votes cast through electronic means only have been entered in the register separately maintained for the purpose.



Since the voting on Postal Ballot process was conducted only through e-voting, reporting on finding of defaced or mutilated ballot paper does not arise.

The summary of result of Postal Ballot by way of remote E-Voting as per the Scrutinizer's Report in respect of Resolutions as set out in the Postal Ballot Notice dtd. 24th March, 2026 is as under:

Summary of the voting exercised by the Members through remote E-Voting:

Special Resolution No. 1: Consider and Approve the Adoption and Implementation of "Ashapura Minechem Limited - Employee Stock Option Plan 2026"

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	45879829	41449159	90.3429	41449159	0	100.0000	0.0000
	Poll							
	Total		41449159	90.3429	41449159	0	100.0000	0.0000
Public Institutions	E-Voting	18850966	3906438	20.7227	628583	3277855	16.0910	83.9090
	Poll							
	Total		3906438	20.7227	628583	3277855	16.0910	83.9090
Public Non-institutions	E-Voting	30795303	277522	0.9012	272927	4595	98.3443	1.6557
	Poll							
	Total		277522	0.9012	272927	4595	98.3443	1.6557
Total		95526098	45633119	47.7703	42350669	3282450	92.8069	7.1931



Special Resolution No. 2: Extend Approval of “Ashapura Minechem Limited - Employee Stock Option Plan 2026” to the Employees of Holding Company, Its Subsidiary Company (ies) and/ or Associate Company(ies), Group Company(ies) [Present And Future]

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	45879829	41449159	90.3429	41449159	0	100.0000	0.0000
	Poll							
	Total		41449159	90.3429	41449159	0	100.0000	0.0000
Public Institutions	E-Voting	18850966	3906438	20.7227	628583	3277855	16.0910	83.9090
	Poll							
	Total		3906438	20.7227	628583	3277855	16.0910	83.9090
Public Non-institutions	E-Voting	30795303	277522	0.9012	267429	10093	96.3632	3.6368
	Poll							
	Total		277522	0.9012	267429	10093	96.3632	3.6368
Total		95526098	45633119	47.7703	42345171	3287948	92.7948	7.2052

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Special Resolution No. 3: Re-Appointment of Shri Hemul Shah (Din: 00058558) as an Executive Director & CEO of the Company

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	45879829	41449159	90.3429	41449159	0	100.0000	0.0000
	Poll							
	Total		41449159	90.3429	41449159	0	100.0000	0.0000
Public Institutions	E-Voting	18850966	3906438	20.7227	3020264	886174	77.3150	22.6850
	Poll							
	Total		3906438	20.7227	3020264	886174	77.3150	22.6850
Public Non-institutions	E-Voting	30795303	277522	0.9012	276866	656	99.7636	0.2364
	Poll							
	Total		277522	0.9012	276866	656	99.7636	0.2364
Total		95526098	45633119	47.7703	44746289	886830	98.0566	1.9434

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**Special Resolution No. 4: Regularization of the Appointment of Shri Jagdish Shetty (Din:02152377)
as Non-Executive Independent Director of the Company**

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	45879829	41449159	90.3429	41449159	0	100.0000	0.0000
	Poll							
	Total		41449159	90.3429	41449159	0	100.0000	0.0000
Public Institutions	E-Voting	18850966	3906438	20.7227	3812738	93700	97.6014	2.3986
	Poll							
	Total		3906438	20.7227	3812738	93700	97.6014	2.3986
Public Non-institutions	E-Voting	30795303	277522	0.9012	276888	634	99.7715	0.2285
	Poll							
	Total		277522	0.9012	276888	634	99.7715	0.2285
Total		95526098	45633119	47.7703	45538785	94334	99.7933	0.2067

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Special Resolution No. 5: Regularization of the Appointment of Shri Wilson Mathais (Din: 11492508) as Non-Executive Independent Director of the Company

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	45879829	41449159	90.3429	41449159	0	100.0000	0.0000
	Poll							
	Total		41449159	90.3429	41449159	0	100.0000	0.0000
Public Institutions	E-Voting	18850966	3906438	20.7227	3812738	93700	97.6014	2.3986
	Poll							
	Total		3906438	20.7227	3812738	93700	97.6014	2.3986
Public Non-institutions	E-Voting	30795303	277522	0.9012	276716	806	99.7096	0.2904
	Poll							
	Total		277522	0.9012	276716	806	99.7096	0.2904
Total		95526098	45633119	47.7703	45538613	94506	99.7929	0.2071

The text of the resolutions duly approved by the Members through remote E voting is as under:

SPECIAL RESOLUTION NO. 1:

TO CONSIDER AND APPROVE THE ADOPTION AND IMPLEMENTATION OF “ASHAPURA MINECHEM LIMITED - EMPLOYEE STOCK OPTION PLAN 2026”

“RESOLVED THAT pursuant to the provisions of Section 62 (1) (b) of the Companies Act, 2013 (“the Act”) and the Companies (Share Capital and Debentures) Rules, 2014 (“the Rules”) and other applicable provisions, if any, of the Act and the Rules, the provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (“the SEBI SBEB and SE Regulations”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI LODR Regulations”), (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and any other applicable laws for the time being in force, and in accordance with the provisions of the Memorandum of Association and Articles of Association of the Company and

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subject to such other consents, permissions, sanctions and approvals as may be required and subject to such conditions and modifications as may be imposed by any of the authorities while granting such consents, permissions, sanctions and approvals and agreed to and accepted by the Board of Directors of the Company (hereinafter referred to as the '**Board**', which term shall be deemed to include any committee(s) including the Compensation / Nomination and Remuneration Committee), consent of the shareholders be and is hereby accorded to introduce, adopt and implement the "**ASHAPURA MINECHEM LIMITED - EMPLOYEE STOCK OPTION PLAN 2026**" ("**ESOP 2026**" or "**Plan**"), the salient features of which are detailed in the explanatory statement to this notice and to authorize the Board to create, grant, offer, issue and allot from time to time in one or more tranches, to or for the benefit of eligible Employees and Directors (present or future), whether working in India or outside India and such other persons as may from time to time be determined by the Board to be eligible for the benefit in accordance with the SEBI SBEB and SE Regulations (hereinafter collectively referred to as "**Employee(s)**"), such number of stock options convertible in one or more tranches, into not more than 20,00,000 (Twenty Lakhs) Equity Shares of the Company of face value of Rs. 2/- (Rupees Two Only) each ("**Options**"), on such terms and conditions as the Board may decide under the Plan in accordance with the **SEBI SBEB and SE Regulations** and other applicable laws.

RESOLVED FURTHER THAT the ESOP 2026 may also envisages provisions for providing financial assistance to the eligible Employees to enable them to acquire, purchase or subscribe to the said securities of the Company in accordance with the provisions of the Act and SEBI SBEB and SE Regulations.

RESOLVED FURTHER THAT the Board be and is hereby authorized to issue and allot equity shares directly to the eligible Employees upon exercise of Options from time to time in accordance with the ESOP 2026 and such equity shares shall rank *pari-passu* in all respects with the then existing equity shares of the Company.

RESOLVED FURTHER THAT in case of any corporate action(s) such as rights issue, bonus issue, merger, demerger, sale of division, expansion of capital, any other change in capital structure, if any, additional Stock Options of the Company are to be issued to the employees for the purpose of making a fair and reasonable adjustment to the Stock Options issued to them and the above ceiling in terms of number of equity shares shall be deemed to be increased in proportion to the additional equity shares issued in the aforesaid corporate action(s).

RESOLVED FURTHER THAT in case the equity shares of the Company are either consolidated or sub-divided, then the number of equity shares to be issued by the Company and the price of acquisition payable by the Stock Option grantees under the Scheme shall automatically stand increased or reduced, as the case may be, in the same proportion as the present face value of Rs. 2/- (Rupees Two only) per equity share shall bear to the revised face value of the equity shares of the Company after such consolidation or sub-division, without affecting any other rights or obligations of the said grantees and the ceiling in terms of number of shares specified above shall be deemed to be adjusted accordingly.



RESOLVED FURTHER THAT the Company shall conform to the accounting policies prescribed from time to time under the Companies Act, SEBI SBEB and SE Regulations and any other applicable laws and regulations to the extent relevant and applicable to the Plan.

RESOLVED FURTHER THAT the Board be and is hereby authorized to devise, formulate, modify, change, vary, alter, amend, suspend or terminate the Plan, subject to compliance with the applicable laws and regulations, in case of any change in applicable laws or as specified by any statutory authority without being required to seek any further consent or approval of the Members of the Company

RESOLVED FURTHER THAT the Board shall take necessary steps for listing the Equity Shares allotted under the ESOP 2026 on the Stock Exchanges where the securities of the Company are listed, in accordance with the provisions of the SEBI SBEB and SE Regulations, the SEBI LODR Regulations and other applicable laws and regulations and the amendments thereof.

RESOLVED FINALLY THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient or proper and to settle all questions, difficulties or doubts that may arise in relation to formulation and implementation of the ESOP 2026 at any stage including at the time of listing of the equity shares issued herein without requiring the Board to secure any further consent or approval of the members of the Company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this Resolution and further to delegate any executive / officers powers to execute all such documents, writings and to give such directions and/or instructions as may be necessary or expedient to give effect to ESOP 2026 and to do all other things incidental to and ancillary thereof.”

SPECIAL RESOLUTION NO.2

TO EXTEND APPROVAL OF “ASHAPURA MINECHEM LIMITED - EMPLOYEE STOCK OPTION PLAN 2026” TO THE EMPLOYEES OF HOLDING COMPANY, ITS SUBSIDIARY COMPANY (IES) AND/ OR ASSOCIATE COMPANY(IES), GROUP COMPANY(IES) [PRESENT AND FUTURE]

“RESOLVED THAT pursuant to the provisions of Section 62 (1) (b) of the Companies Act, 2013 (“the Act”) and the Companies (Share Capital and Debentures) Rules, 2014 (“the Rules”) and other applicable provisions, if any, of the Act and the Rules, the provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (“the SEBI SBEB and SE Regulations”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI LODR Regulations”), (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and any other applicable laws for the time being in force, and in accordance with the provisions of the Memorandum of Association and Articles of Association of the Company and subject to such other consents, permissions, sanctions and approvals as may be required and subject to such conditions and modifications as may be imposed by any of the authorities while granting such consents, permissions, sanctions and approvals and agreed to and accepted by the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall be deemed to include any committee(s) including the Compensation / Nomination and Remuneration Committee), the consent of the members be and is hereby accorded to extend the benefits of **“ASHAPURA MINECHEM LIMITED**



- **EMPLOYEE STOCK OPTION PLAN 2026** ("ESOP 2026" or "Plan") referred to in Resolution No. 1 above and to authorize the Board to create, grant, offer, issue and allot from time to time in one or more tranches, to or for the benefit of eligible Employees and Directors (present or future), whether working in India or outside India of the Company's holding company, subsidiary company(ies), group company(ies), associate company(ies) (present or future) and such other persons as may from time to time be determined by the Board to be eligible for the benefit in accordance with the SEBI SBEB and SE Regulations (hereinafter collectively referred to as "**Employee(s)**"), such number of stock options convertible in one or more tranches, into not more than 20,00,000 (Twenty Lakhs) Equity Shares of the Company of face value of Rs. 2/- (Rupees Two Only) each ("**Options**"), on such terms and conditions as the Board may decide under the Plan in accordance with the **SEBI SBEB and SE Regulations** and other applicable laws.

RESOLVED FURTHER THAT the maximum number of Stock Options to be granted to eligible employees of both the Company and Company's holding company, subsidiary company(ies), group company(ies), associate company(ies) (present or future) under the **ESOP 2026** shall not cumulatively exceed such number of stock options convertible in one or more tranches, into not more than 20,00,000 (Twenty Lakhs) equity shares of face value of Rs. 2/- (Rupees Two only) each fully paid up, ranking pari passu with the existing equity shares of the Company for all purposes and in all respects, including payment of dividend.

RESOLVED FURTHER THAT in case of any corporate action(s) such as rights issue, bonus issue, merger, demerger, sale of division, expansion of capital, change in capital structure and others, if any including preferential allotment of shares or qualified institutions placement, additional Stock Options of the Company are to be issued to the employees for the purpose of making a fair and reasonable adjustment to the Stock Options issued to them, the above ceiling in terms of number of equity shares shall be deemed to be increased in proportion to the additional equity shares issued in the aforesaid corporate action(s).

RESOLVED FURTHER THAT in case the equity shares of the Company are either consolidated or sub-divided, then the number of equity shares to be issued by the Company and the price of acquisition payable by the Stock Option grantees under the Plan shall automatically stand increased or reduced, as the case may be, in the same proportion as the present face value of Rs. 2/- (Rupees Two only) per equity share shall bear to the revised face value of the equity shares of the Company after such consolidation or sub-division, without affecting any other rights or obligations of the said grantees and the ceiling in terms of number of shares specified above shall be deemed to be adjusted accordingly.

RESOLVED FURTHER THAT the Company shall conform to the accounting policies prescribed from time to time under the Companies Act, SEBI SBEB and SE Regulations and any other applicable laws and regulations to the extent relevant and applicable to the Plan.

RESOLVED FURTHER THAT the Board be and is hereby authorized to devise, formulate, modify, change, vary, alter, amend, suspend or terminate the Plan, subject to compliance with the applicable laws and regulations and in case of any change in applicable laws or as specified by any statutory authority without being required to seek any further consent or approval of the Members of the Company and to do all such acts, deeds, matters and things as it may in its absolute discretion deem



fit, for such purpose and being incidental for effective implementation and administration of the Plan and also to settle any issues, questions, difficulties or doubts that may arise in this regard and further to delegate any executive / officers powers to execute all such documents, writings and to give such directions and/or instructions as may be necessary or expedient to give effect to ESOP 2026 and to do all other things incidental to and ancillary thereof

RESOLVED FURTHER THAT the Board shall take necessary steps for listing of the Equity Shares allotted under the ESOP 2026 on the Stock Exchanges where the securities of the Company are listed, in accordance with the provisions of the SEBI SBEB and SE Regulations, the SEBI LODR Regulations and other applicable laws and regulations and the amendments thereof.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient or proper and to settle all questions, difficulties or doubts that may arise in relation to formulation and implementation of the ESOP 2026 at any stage including at the time of listing of the equity shares issued herein without requiring the Board to secure any further consent or approval of the members of the Company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this Resolution.

RESOLVED FINALLY THAT the Board be and is hereby authorized to delegate all or any powers conferred herein to Nomination and Remuneration Committee or such other Committees as constituted from time to time, with power to sub-delegate to any executives or officers of the Company to do all such acts, deeds, matters and things as also to execute such documents, writings etc., as may be necessary in this regard.”

SPECIAL RESOLUTION NO. 3

TO RE-APPOINT SHRI HEMUL SHAH (DIN: 00058558) AS AN EXECUTIVE DIRECTOR & CEO OF THE COMPANY

“**RESOLVED THAT** in accordance with the provisions of Sections 149, 152, 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and relevant rules framed thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) or any statutory modification(s) or reenactment(s) thereof, the Articles of Association of the Company and in terms of recommendations of the Nomination & Remuneration Committee and approval of the Board of Directors, the Company do hereby accords its approval and consent for the re-appointment of Shri Hemul Shah (DIN: 00058558) as an Executive Director & CEO of the Company, for a further period of 2 years with effect from 16th February, 2026 till 15th February, 2028 on such terms and conditions including remuneration as set out in the Explanatory Statement annexed hereto, which shall be deemed to form part hereof.

RESOLVED FURTHER THAT approval of the Company be and is hereby accorded to the payment of remuneration as set out in the Explanatory Statement annexed hereto as minimum remuneration in the event of inadequacy or absence of profits as contemplated under Section 197 and all other applicable provisions of the Act read with Schedule V of the Act.



RESOLVED FURTHER THAT the Board (hereinafter referred to as “the Board” which term shall be deemed to include the duly authorised Committee of the Board including the Nomination & Remuneration Committee) shall have the discretion and authority to alter and vary the terms and conditions of the said re-appointment, including the remuneration, as may be in the interest of the Company, within ambit of the overall limits mentioned under aforementioned applicable provisions, without being required to seek further approval of the members of the Company or otherwise to the end intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FINALLY THAT the Board or any Committee thereof be and is hereby authorized to do all such acts, deeds and things as it may in its absolute discretion think necessary, expedient or desirable; to settle any question or doubt that may arise in relation thereto in order to give effect to the foregoing resolution and to seek such approval/consent from the concerned/appropriate authorities, as may be required in this regard.”

SPECIAL RESOLUTION NO. 4

TO REGULARIZE THE APPOINTMENT OF SHRI JAGDISH SHETTY (DIN:02152377) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and Rules framed thereunder, read with Schedule IV to the Act, the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) and in terms of recommendation of Nomination and Remuneration Committee and approval of the Board of Directors, Shri Jagdish Shetty (DIN: 02152377), who was appointed as an Additional Director in the capacity of Independent Director w.e.f. 05th February, 2026 pursuant to section 161 of the Act and in respect of whom the Company has received a notice in writing proposing his candidature pursuant to section 160 of the Act, be and is hereby appointed as a Non-Executive Independent Director of the Company not liable to retire by rotation and who shall hold office for a term of 5 consecutive years w.e.f. 05th February, 2026.

RESOLVED FURTHER THAT the Board of Directors of the Company or any Committee thereof be and is hereby authorized to do all such acts, deeds and things as it may in its absolute discretion think necessary, expedient or desirable; to settle any question or doubt that may arise in relation thereto in order to give effect to the foregoing resolution and to seek such approval/consent from the concerned/appropriate authorities, as may be required in this regard.”

SPECIAL RESOLUTION NO. 5

TO REGULARIZE THE APPOINTMENT OF SHRI WILSON MATHAIS (DIN: 11492508) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and Rules framed thereunder, read with Schedule IV to the Act, the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) and in



terms of recommendation of Nomination and Remuneration Committee and approval of the Board of Directors, Shri Wilson Mathais (DIN: 11492508) who was appointed as an Additional Director in the capacity of Independent Director w.e.f. 05th February, 2026 pursuant to section 161 of the Act and in respect of whom the Company has received a notice in writing proposing his candidature pursuant to section 160 of the Act, be and is hereby appointed as a Non-Executive Independent Director of the Company not liable to retire by rotation and who shall hold office for a term of 5 consecutive years w.e.f. 05th February, 2026

RESOLVED FURTHER THAT the Board of Directors of the Company or any Committee thereof be and is hereby authorized to do all such acts, deeds and things as it may in its absolute discretion think necessary, expedient or desirable; to settle any question or doubt that may arise in relation thereto in order to give effect to the foregoing resolution and to seek such approval/consent from the concerned/appropriate authorities, as may be required in this regard.”

For **ASHAPURA MINECHEM LIMITED**

SACHIN POLKE
COMPANY SECRETARY
& PRESIDENT (CORPORATE AFFAIRS)

Place: Mumbai

Date : 27th April, 2026

Regd. Office :

Jeevan Udyog Building, 3rd Floor, 278, D. N. Road, Fort, Mumbai - 400 001. (India)
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